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*Counsel to the Foreign Representative*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re:

Huachen Energy Co., Ltd.,<sup>1</sup>

Debtor in a Foreign Proceeding.

Chapter 15

Case No. 22-10005 (LGB)

**MOTION FOR ENTRY OF AN ORDER SCHEDULING A  
HEARING ON CHAPTER 15 PETITION FOR RECOGNITION AND RELATED  
RELIEF AND SPECIFYING FORM AND MANNER OF SERVICE OF NOTICE**

Ernst & Young Hua Ming LLP, in its capacity as the duly authorized foreign representative (the “Foreign Representative”) of Huachen Energy Co., Ltd. (the “Debtor”),<sup>2</sup> respectfully states as follows in support of this motion (this “Motion”):

**JURISDICTION AND VENUE**

1. The Court has jurisdiction to consider this Motion pursuant to 28 U.S.C. §§ 157 and 1334 and the Amended Standing Order of Reference M-431 from the U.S. District Court for

<sup>1</sup> The last four digits of the Debtor’s Unified Social Credit Code are 6704. The location of the Debtor’s registered office is 3/F, Building 4, Guoxingjiayuan, No. 20 Shouti South Road, Haidian District, Beijing, People’s Republic of China.

<sup>2</sup> The Debtor is the subject of proceedings (the “PRC Proceeding”) currently pending before the No. 1 Intermediate People’s Court of Beijing (the “PRC Court”) in the People’s Republic of China (the “PRC”) concerning a reorganization plan (the “Plan”) under the PRC’s Enterprise Bankruptcy Law.

the Southern District of New York, dated January 31, 2012 (Preska, C.J.). This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper in this District pursuant to 28 U.S.C. § 1410. The statutory predicates for the relief requested herein are section 1515 of title 11 of the United States Code (the “Bankruptcy Code”) and rules 1007(a)(4), 2002(m), 2002(p), 2002(q) and 9007 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”).

### **RELIEF REQUESTED**

2. The Foreign Representative respectfully requests the entry of an order, substantially in the form attached hereto as **Exhibit A** (the “Notice Order”), (a) scheduling a hearing (the “Hearing”) on February 1, 2022, or as soon as practicable thereafter subject to the Court’s availability, on the relief sought in the *Chapter 15 Petition for Recognition of a Foreign Proceeding* [Docket No. 1] and the *Verified Petition Under Chapter 15 for Recognition of a Foreign Main Proceeding and Related Relief* [Docket No. 2] (together, the “Petition”),<sup>3</sup> each filed contemporaneously herewith; (b) setting the deadline by which any responses or objections to the Petition must be received (the “Objection Deadline”); (c) approving the form of the notice of the chapter 15 case, the relief sought in the Petition, the Objection Deadline, and the Hearing (the “Notice”) that is attached as **Exhibit 1** to the Notice Order; and (d) approving the manner of service of the Notice described herein.

### **BASIS FOR RELIEF**

#### **A. The Proposed Hearing and Notice Procedures Comply with the Bankruptcy Code and Bankruptcy Rules**

3. Bankruptcy Rule 2002(q)(1) provides that:

... the debtor, all persons or bodies authorized to administer foreign proceedings of the debtor, all entities against whom provisional relief is being sought under §1519 of the Code, all parties to litigation pending in the United States in which the debtor is a party

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<sup>3</sup> Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Petition.

at the time of the filing of the petition, and such other entities as the court may direct, [shall be given] at least 21 days' notice by mail of the hearing. . . .

Bankruptcy Rule 2002(q), however, does not specify the form and manner in which notice must be given. Pursuant to Bankruptcy Rules 2002(m) and 9007, when notice is to be given under the Bankruptcy Rules, the presiding court may designate the form and manner in which such notice shall be given.

4. In accordance with Bankruptcy Rule 2002(q), the Foreign Representative proposes to serve the Notice and the Petition (together, the "Notice Documents") by first class mail on: (a) the United States Trustee for the Southern District of New York; (b) the trustee under the Debtor's 6.625% Senior Notes due 2020 (the "Notes"); (c) the paying agent, transfer agent, and registrar in respect of the Notes; (d) the Plan Creditors (as defined in the Petition); (e) counsel to the Ad Hoc Committee; and (f) all parties that have filed a notice of appearance in this chapter 15 case (collectively, the "Notice Parties").<sup>4</sup> Notwithstanding the foregoing, if the Foreign Representative does not have a physical address for any of the above Notice Parties, the Foreign Representative shall provide the Notice Documents via email instead of first class mail.

5. The Notice will notify the Notice Parties of the commencement of the Debtor's chapter 15 case, the relief sought in the Petition, the Objection Deadline, and the procedures for filing a response or objection to the Petition. The Notice will also provide the electronic case filing website maintained by the federal judiciary where interested parties may view all pleadings filed in this chapter 15 case and a contact person from whom any interested party may obtain copies of the pleadings.

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<sup>4</sup> If any party files a notice of appearance in this chapter 15 case, the Foreign Representative will serve the Notice and any subsequent notices on that party within three business days of the filing of the notice of appearance, if such documents have not already been served on such party (or its counsel).

6. Because some of the Notice Parties may have foreign addresses, Bankruptcy Rule 2002(p) may be applicable. Bankruptcy Rule 2002(p) provides that the Office of the United States Trustee, a party in interest, or the Court may determine that supplemental notice is appropriate to ensure that parties with foreign addresses receive sufficient notice in a bankruptcy case. The Foreign Representative believes that supplementing the notice required by the Bankruptcy Rules by posting the Notice on the Debtor's Restructuring Website would ensure that sufficient notice of the Petition, the Objection Deadline, and the time, date, and place of the Hearing is provided to parties with foreign addresses.<sup>5</sup>

7. The Foreign Representative submits that the form and manner of service of the Notice Documents and the procedures outlined herein constitute adequate and sufficient notice of this chapter 15 case, the relief sought in the Petition, the Objection Deadline, and the Hearing to all parties, including those with foreign addresses. Accordingly, the Foreign Representative respectfully requests that the Court approve the form and manner of service of the Notice for the Notice Parties.

**B. Section 1514(c) of the Bankruptcy Code Is Not Applicable to this Case**

8. Section 1514(c) of the Bankruptcy Code provides that “[w]hen a notification of commencement of a case is to be given to foreign creditors, such notification shall (1) indicate the time period for filing proofs of claim and specify the place for filing such proofs of claim; [and] (2) indicate whether secured creditors need to file proofs of claim . . . .” 11 U.S.C. § 1514(c). Given that this is an ancillary case under chapter 15 and creditors will not be filing proofs of claim in this chapter 15 case, the Foreign Representative respectfully submits that section 1514 is inapplicable here. As explained in *Collier on Bankruptcy*, that section is the “last in a series of

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<sup>5</sup> The “Restructuring Website” is the website maintained by Morrow Sodali as the Debtor's information and tabulation agent, <https://bonds.morrowsodali.com/luachen>.

sections dealing with the international aspects of cases under chapters *other than chapter 15* that began with section 1511.” 8 Collier on Bankruptcy ¶ 1514.01 (Alan N. Resnick & Henry J. Sommer eds., 16th ed.) (emphasis added). To the extent section 1514(c) applies, the Foreign Representative respectfully requests that the requirements contained therein be waived.

**NOTICE**

9. Notice of this Motion has been provided to the Debtor and the United States Trustee for the Southern District of New York. The Foreign Representative submits that no other or further notice of this Motion is necessary or required.

**NO PRIOR REQUEST**

10. No prior request for the relief sought in this Motion has been made to this or any other court.

*[Remainder of Page Intentionally Left Blank]*

**WHEREFORE**, the Foreign Representative respectfully requests that the Court (a) enter the Notice Order granting the relief requested herein and (b) grant such other and further relief as is just and proper.

Dated: January 4, 2022  
New York, New York

Respectfully submitted,

/s/ Caroline A. Reckler

Caroline A. Reckler  
Jonathan J. Weichselbaum (*pro hac vice* pending)  
Alexandra M. Zablocki (*pro hac vice* pending)  
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*Counsel to the Foreign Representative*

**Exhibit A**

**Notice Order**

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re:

Huachen Energy Co., Ltd.,<sup>1</sup>

Debtor in a Foreign Proceeding.

Chapter 15

Case No. 22-10005 (LGB)

**ORDER SCHEDULING HEARING ON CHAPTER 15 PETITION AND RELATED  
RELIEF AND SPECIFYING FORM AND MANNER OF SERVICE OF NOTICE**

Upon consideration of the motion (the “Motion”)<sup>2</sup> of Ernst & Young Hua Ming LLP, in its capacity as Foreign Representative of the Debtor in respect of the PRC Proceeding, requesting entry of an order (i) setting the date for the hearing to consider the relief sought in the Petition (the “Hearing”); (ii) setting the objection deadline by which any responses or objections to the Petition must be received (the “Objection Deadline”); (iii) approving the form of the notice of the chapter 15 case, the relief sought in the Petition, the Objection Deadline, and the Hearing that is attached hereto as **Exhibit 1** (the “Notice”); and (iv) approving the manner of service of the Notice described herein; and the Court having found that it has jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334 and the Amended Standing Order of Reference M-431 of the U.S. District Court for the Southern District of New York, dated January 31, 2012 (Preska, C.J.); and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and venue of this proceeding being proper before the Court pursuant to 28 U.S.C. § 1410(1); and the Court having determined that the

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<sup>1</sup> The last four digits of the Debtor’s Unified Social Credit Code are 6704. The location of the Debtor’s registered office is 3/F, Building 4, Guoxingjiayuan, No. 20 Shouti South Road, Haidian District, Beijing, People’s Republic of China.

<sup>2</sup> Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Motion.



relief requested in the Motion is necessary and beneficial to the Debtor; and after due deliberation and sufficient cause appearing therefor,

**IT IS HEREBY ORDERED THAT:**

1. The Motion is granted as set forth herein.
2. The Hearing to consider the relief sought in the Petition shall be held before the Court in Room 601 of the United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, New York 10004, on February 1, 2022 at 10:00 a.m. (prevailing Eastern Time).
3. In accordance with General Order M-543, dated March 20, 2020 (Morris, C.J.), a copy of which may be viewed on the Court's website at <http://www.nysb.uscourts.gov/sites/default/files/m543.pdf>, the Hearing will be conducted telephonically unless otherwise ordered by the Court. Any parties wishing to participate must do so telephonically by making arrangements through CourtSolutions LLC (<http://www.court-solutions.com>).
4. The form of Notice attached hereto as **Exhibit 1** is approved.
5. Prior to serving the Notice or causing it to be served, the Foreign Representative may insert any missing dates and other information, correct any typographical errors, conform the provisions thereof to the provisions of this Order and make such other and further non-material, non-substantive changes as the Foreign Representative deems necessary or appropriate.
6. Copies of the Notice Documents shall be served by email or first class mail upon:  
(a) the United States Trustee for the Southern District of New York; (b) the trustee under the Debtor's 6.625% Senior Notes due 2020 (the "Notes"); (c) the paying agent, transfer agent, and registrar in respect of the Notes; (d) the Plan Creditors (as defined in the Petition); (e) counsel to

the Ad Hoc Committee; and (f) all parties that have filed a notice of appearance in this chapter 15 case (collectively, the “Notice Parties”).

7. The notice requirements set forth in section 1514(c) of the Bankruptcy Code are inapplicable in the context of this chapter 15 case or, to the extent applicable, are waived.

8. In the event any party files a notice of appearance in this chapter 15 case subsequent to the Foreign Representative’s initial service of the Notice Documents as provided for in this Order, the Foreign Representative will serve, or cause to be served on such party, the Notice Documents and any subsequent notices upon that party within three business days of the filing of the notice of appearance, if such documents have not already been served on such party (or its counsel).

9. Subsequent notices shall be served in the form and manner set forth in this Order or as otherwise required by the Bankruptcy Code and Bankruptcy Rules.

10. Any party in interest wishing to submit a response or objection to the Petition must do so in writing and in accordance with the Bankruptcy Code, the Bankruptcy Rules, and the Local Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of New York, setting forth the basis for such response or objection with specificity and the nature and extent of the respondent’s claims against the Debtor. Such responses or objections must be filed electronically with the Court by registered users of the Court’s electronic case filing system in accordance with General Order M-399 and the Court’s Procedures for the Filing, Signing and Verification of Documents by Electronic Means (copies of each of which may be viewed on the Court’s website at <http://www.nysb.uscourts.gov>) and by all other parties in interest, on a compact disc in Portable Document Format (PDF), Microsoft Word, or any other Windows-based word processing format, which disc shall be sent to the Office of the Clerk of the Court, One Bowling

Green, New York, New York 10004-1408. A hard copy of any response or objection shall be sent to the Chambers of the Honorable Lisa G. Beckerman, United States Bankruptcy Judge, One Bowling Green, New York, New York 10004-1408 and served upon counsel for the Foreign Representative, Latham & Watkins LLP, 1271 Avenue of the Americas, New York, NY 10020 (Attn.: Caroline A. Reckler, Jonathan J. Weichselbaum, and Alexandra M. Zablocki) and Latham & Watkins LLP, 330 North Wabash Avenue, Suite 2800, Chicago, IL 60611 (Attn.: Jeramy D. Webb and Andrew J. Miller), so as to be actually received on or before January 25, 2022 at 5:00 p.m. (prevailing Eastern Time).

11. Service of the Notice Documents in accordance with this Order is approved as adequate and sufficient notice and service on all interested parties. Notice provided in accordance with this Order satisfies the requirements of the Bankruptcy Code and the Bankruptcy Rules, including Bankruptcy Rules 2002(p) and (q). No other or further notice is required.

12. The Foreign Representative is authorized to take all actions necessary to effectuate the relief granted pursuant to this Order.

13. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

14. The Court shall retain jurisdiction with respect to all matters relating to the interpretation or implementation of this Order.

Dated: January \_\_\_\_\_, 2022  
New York, New York

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THE HONORABLE LISA G. BECKERMAN  
UNITED STATES BANKRUPTCY JUDGE

**Exhibit 1 to Order**

**Notice**

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re:

Huachen Energy Co., Ltd.,<sup>1</sup>

Debtor in a Foreign Proceeding.

Chapter 15

Case No. 22-10005 (LGB)

**NOTICE OF FILING AND HEARING ON PETITION SEEKING  
RECOGNITION OF FOREIGN PROCEEDING AND RELATED RELIEF  
PURSUANT TO CHAPTER 15 OF THE UNITED STATES BANKRUPTCY CODE**

**PLEASE TAKE NOTICE** that on January 4, 2022, Ernst & Young Hua Ming LLP, in its capacity as the duly authorized foreign representative (the “Foreign Representative”) of Huachen Energy Co., Ltd. (the “Debtor”),<sup>2</sup> filed the *Chapter 15 Petition for Recognition of a Foreign Proceeding* [Docket No. 1] and the *Verified Petition Under Chapter 15 for Recognition of a Foreign Main Proceeding and Related Relief* [Docket No. 2] (collectively, the “Petition”)<sup>3</sup> pursuant to chapter 15 of title 11 of the United States Code (the “Bankruptcy Code”) with the United States Bankruptcy Court for the Southern District of New York (the “Court”).

**PLEASE TAKE FURTHER NOTICE** that the Foreign Representative seeks the entry of an order (a) finding that (i) the Debtor is eligible to be a “debtor” under chapter 15 of the Bankruptcy Code, (ii) the PRC Proceeding is a “foreign main proceeding” within the meaning of section 1502 of the Bankruptcy Code, (iii) the Foreign Representative satisfies the requirements of a “foreign representative” under section 101(24) of the Bankruptcy Code, and (iv) the Petition was properly filed and meets the requirements of section 1515 of the Bankruptcy Code; (b) granting recognition of the PRC Proceeding as a foreign main proceeding under sections 1517 and 1520 of the Bankruptcy Code; (c) granting all relief afforded to foreign main proceedings under section 1520 of the Bankruptcy Code; (d) recognizing, granting comity to, and giving full force and effect within the territorial jurisdiction of the United States to the PRC Proceeding, the Plan, and the Approval Order, including giving effect to the releases set forth in the Plan; (e) permanently enjoining all parties from commencing or continuing any action or proceeding in the United States against the Debtor or its assets located within the territorial jurisdiction of the United States that is inconsistent with the Plan; (f) waiving the 14-day stay of effectiveness of the proposed order granting the relief requested in the Petition; and (g) granting related relief.

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<sup>1</sup> The last four digits of the Debtor’s Unified Social Credit Code are 6704. The location of the Debtor’s registered office is 3/F, Building 4, Guoxingjiayuan, No. 20 Shouti South Road, Haidian District, Beijing, People’s Republic of China.

<sup>2</sup> The Debtor is the subject of proceedings (the “PRC Proceeding”) currently pending before the No. 1 Intermediate People’s Court of Beijing (the “PRC Court”) in the People’s Republic of China (the “PRC”) concerning a reorganization plan (the “Plan”) under the PRC’s Enterprise Bankruptcy Law.

<sup>3</sup> Capitalized terms shall have the same meanings ascribed to them in the Petition.

**PLEASE TAKE FURTHER NOTICE** that the Court has scheduled a hearing (the “Hearing”) to consider the relief requested in the Petition for **10:00 a.m. (prevailing Eastern Time) on February 1, 2022** in Room 601 of the United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, New York 10004.

**PLEASE TAKE FURTHER NOTICE** that copies of the Petition and all documents filed in the chapter 15 case are available to parties in interest on the Court’s Electronic Case Filing System, which can be accessed from (a) the website maintained respect of the Plan at <https://bonds.morrowsodali.com/huachen>, (b) the Court’s website at <http://www.nysb.uscourts.gov> (a PACER login and password are required to retrieve a document), or (c) upon written request to the Foreign Representative’s counsel (including by facsimile or e-mail) addressed to:

Caroline A. Reckler  
Jonathan J. Weichselbaum  
Alexandra M. Zablocki  
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-and-

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Facsimile: (312) 993-9767  
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**PLEASE TAKE FURTHER NOTICE** that any party in interest wishing to submit a response or objection to the Petition must do so in writing and in accordance with the Bankruptcy Code, the Bankruptcy Rules, and the Local Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of New York, setting forth the basis for such response or objection with specificity and the nature and extent of the respondent’s claims against the Debtor. Such responses or objections must be filed electronically with the Court by registered users of the Court’s electronic case filing system in accordance with General Order M-399 and the Court’s Procedures for the Filing, Signing and Verification of Documents by Electronic Means (copies of each of which may be viewed on the Court’s website at <http://www.nysb.uscourts.gov>) and by all other parties in interest, on a compact disc in Portable Document Format (PDF), Microsoft Word,

or any other Windows-based word processing format, which disc shall be sent to the Office of the Clerk of the Court, One Bowling Green, New York, New York 10004-1408. A hard copy of any response or objection shall be sent to the Chambers of the Honorable Lisa G. Beckerman, United States Bankruptcy Judge, One Bowling Green, New York, New York 10004-1408 and served upon counsel for the Foreign Representative, Latham & Watkins LLP, 1271 Avenue of the Americas, New York, NY 10020 (Attn.: Caroline A. Reckler, Jonathan J. Weichselbaum, and Alexandra M. Zablocki) and Latham & Watkins LLP, 330 North Wabash Avenue, Suite 2800, Chicago, IL 60611 (Attn.: Jeramy D. Webb and Andrew J. Miller), so as to be **actually received on or before January 25, 2022 at 5:00 p.m. (prevailing Eastern Time)**.

**PLEASE TAKE FURTHER NOTICE** that all parties in interest opposed to the Petition must appear at the Hearing at the time and place set forth above.

**PLEASE TAKE FURTHER NOTICE** that, at the Hearing, the Court may order the scheduling of a case management conference to consider the efficient administration of the case.

**PLEASE TAKE FURTHER NOTICE** that if no response or objection is timely filed and served as provided above, the Court may grant the relief requested in the Petition without further notice or hearing.

**PLEASE TAKE FURTHER NOTICE** that the Hearing may be adjourned from time to time without further notice other than an announcement in open court, or a notice of adjournment filed with the Court, of the adjourned date or dates at the hearing or any other further adjourned hearing.

*[Remainder of Page Intentionally Left Blank]*

Dated: January 4, 2022  
New York, New York

Respectfully submitted,

/s/ Caroline A. Reckler

Caroline A. Reckler  
Jonathan J. Weichselbaum (*pro hac vice* pending)  
Alexandra M. Zablocki (*pro hac vice* pending)  
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